



Aanchal Ispat Limited

CIN : L27106WB1996PLC076866 | GSTN/UID : 19AAACV8542M1ZQ | UAN : WB10C0007296

An ISO 9001:2015 Company



Date: 24-06-2021

To,
Department of Corporate Office,
BSE Limited
Phiroze JeeJeeBhoy Towers,
Dalal Street,
Mumbai- 400 001

Ref: Scrip Code. 538812, ISIN No.-INE322R01014

Sub: Filing of Annual Secretarial Compliance Report for the year ended on March 31, 2021

Dear Sir,

In compliance with Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirement), Regulations 2015 read with SEBI Circular CIR/CFD/ CMD1/27/2079 dated February 8, 2019 please find enclosed the Annual Secretarial Compliance Report of the Company issued by CS Manisha Saraf & Associates, Company Secretary in whole time practice for the financial year 2020-21.

You are requested to take the same on your records.

Thanking you,

Yours Faithfully
For Aanchal Ispat Ltd

Puja Kaul

Ms. Puja Kaul

(Company Secretary & Compliance Officer)



Registered Office

J.L. No. 5, National Highway No.6,
Chamrail, Howrah 711114.

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**SECRETARIAL COMPLIANCE REPORT OF AANCHAL ISPAT LIMITED FOR THE YEAR ENDED
MARCH 31, 2021**

To,

AANCHAL ISPAT LIMITED

CIN-L27106WB1996PLC076866

6 Liluah, Mouza-Chamarailnational Highway,

Howrah-711114

We, Manisha Saraf & Associates have examined:-

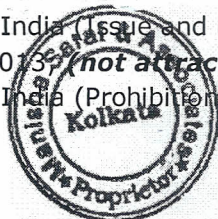
- a) all the documents and records made available to us and explanation provided by Aanchal Ispat Limited ("the listed entity");
- b) the filings/ submissions made by the listed entity to the stock exchanges;
- c) Website of the listed entity;
- d) any other document/filing, as may be relevant, which has been relied upon to make this certification;

for the year ended March 31, 2021 ("Review Period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(not attracted during the year under review)**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not attracted during the year under review)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(not attracted during the year under review)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(not attracted during the year under review)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

S No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/Remarks of the Practising Company Secretary
1	Regulation 31(1)(b) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015	Delay in submission of Shareholding Pattern for the quarter ended 30 th September, 2020.	The listed entity was required to submit its Shareholding Pattern for the quarter ended 30 th September, 2020 by 21 st October, 2020. But the same was submitted on 1 st January, 2021.
2	Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Delay in Submission of Unaudited Standalone Financial Results for the quarter ended 30 th June, 2020.	The listed entity was required to submit its Unaudited Standalone Financial Results for the Quarter ended June, 2020 with the Exchange by 14 th August, 2020. The SEBI vide circular No SEBI/HO/CFD/CM D1/CIR/P/2020/140 dated July 29, 2020 extended the timeline for submission of financial results under Regulation 33 of the LODR Regulations, for the quarter/half year/financial year ended 30 th June 2020, to September 15, 2020. The same was submitted on 5 th November, 2020.
3	Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Delay in Submission of Unaudited Standalone Financial Results for the quarter and half year ended 30 th September, 2020.	The listed entity was required to submit its Unaudited Standalone Financial Results for the Quarter and Half year ended September, 2020 with the Exchange by 14 th November, 2020 but the same was submitted on 16 th December, 2020.
4	Regulation 33 of the SEBI (Listing Obligation and Disclosure	Delay in Submission of Unaudited Standalone Financial Results for the	The listed entity was required to submit its Unaudited Standalone Financial Results for the Quarter



	Requirements) Regulation, 2015	quarter and nine months ended 31 st December, 2020.	and Nine months ended December, 2020 with the Exchange by 14 th February, 2021 but the same was submitted on 17 th February, 2021.
5	Regulation 14 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Non-payment of Annual Listing Fees for Financial Year 2020-21	The Company has not paid the Listing Fees for the FY 2020-21.
6	Regulation 47 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Delay in publication of advertisement of un- audited financial results of the Company for the quarter ended 31 st December, 2020 in newspaper " Financial Express " and " Ek Din "	The un-audited financial results of the Company for the quarter ended 31 st December, 2020 was approved in the Board Meeting held on 13 th February, 2021. The Company was supposed to publish the same in least one English language national daily newspaper circulating in the whole or substantially the whole of India and in one daily newspaper published in the language of the region, where the registered office of the listed entity is situated within 48 hours of the conclusion of the meeting. But the same was published on 20 th February, 2021.
7	Large Corporate Framework for fund raising by issuance of Debt Securities as per the SEBI Circular no. SEBI/HO/ DDHS/CIR/P/2018/144 dated November 26, 2018	Delay in intimating the Stock Exchanges regarding initial disclosure with respect to non-applicability of Large Corporate Framework for fund raising by issuance of Debt Securities as per the SEBI Circular no. SEBI/HO/ DDHS/CIR/P/ 2018/144 dated November 26, 2018	The Company was supposed to make the non-applicability disclosure within 30 days from the beginning of the FY i.e. 30.04.2020. But the same was reported on 21.07.2020.
8	Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Related Party Transactions of the Company on consolidated basis, in accordance with the applicable accounting standards for the half year ended 30 th September, 2020.	The Company was supposed to make the disclosure within 30 days from the date of publication of its standalone financial results for the half year ended i.e. 12.01.2021. But the same was reported on 20.01.2021.



9	Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in Intimation to the Stock Exchanges of the outcome of the Board Meeting held on 14th December, 2020	The Company was required to submit the outcome of the meeting with 30 minutes of the conclusion of the meeting i.e. by 8.30 P.M. on 14.12.2020. The same was submitted on 15 th December, 2020.
10	Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in Intimation to the Stock Exchanges of the outcome of the Board Meeting held on 13 th February, 2021.	The Company was required to submit the outcome of the meeting with 30 minutes of the conclusion of the meeting i.e. by 7.30 P.M. on 13.02.2021. The same was submitted on 17 th February, 2021 at 09.13 P.M.
11	Regulation 47(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in Intimation to the Stock Exchanges of the Newspaper Publication of the Board Meeting held on 5 th November, 2020.	The Company was supposed to intimate the Stock Exchange of the Newspaper Advertisement simultaneously with the submission of the notice to the stock exchange. The same was not intimated.
12	Regulation 30(1) and 30(2) of Securities & Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011	Delay in Intimation to the Stock Exchanges of disclosure in the specified format as at 31 st March, 2020.	The Company was supposed to intimate Stock Exchange within 7 working days from the end of each financial year. But the same was intimated on 29.05.2020.
13	Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in Submission to the Stock Exchanges a copy of the annual report sent to the shareholders along with the notice of the annual general meeting FY 2019-20 of the 25 th Annual General Meeting.	The Company was supposed to intimate the same at least 21 days before the date of Annual General Meeting. The AGM was held on 15.12.2020 and the Company intimated the same on 28.11.2020.
14	Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015	Non-compliance with the provision pertaining to Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 for the quarter/year ended 31 st March, 2020.	The listed entity was required to close its Trading window with effect from 1 st day of April, 2020 till 48 hours after the announcement of the financial results of the Company for the quarter/year ended 31 st March, 2020. But the same was closed from 30 th June, 2020.
15	Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015	Non-compliance with the provision pertaining to Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015	The listed entity was required to close its Trading window with effect from 1 st day of July, 2020 till 48 hours after the announcement of the financial

		Trading) Regulations, 2015 for the quarter ended 30 th June, 2020.	results of the Company for the quarter ended 30 th June, 2020. But the same was neither closed nor reported to Stock Exchange.
16	Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015	Non-compliance with the provision pertaining to Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 for the quarter and half year ended 30 th September, 2020.	The listed entity was required to close its Trading window with effect from 1 st day of October, 2020 till 48 hours after the announcement of the financial results of the Company for the quarter and half year ended 30 th September, 2020. But the same was closed from 22 nd October, 2020. The same was intimated on 29 th October, 2020.
17	Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015	Non-compliance with the provision pertaining to Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 for the quarter ended 31 st December, 2020.	The listed entity was required to close its Trading window with effect from 1 st day of January, 2021 till 48 hours after the announcement of the financial results of the Company for the quarter ended 31 st December, 2020. But the same was closed from 18 th January, 2021. The same was intimated to exchange on 19 th January, 2021.
18	Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015	Non-compliance with the provision pertaining to Closure of Trading Window in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015 for the quarter ended 31 st March, 2021.	The listed entity was required to close its Trading window with effect from 1 st day of April, 2021 till 48 hours after the announcement of the financial results of the Company for the quarter and year ended 31 st March, 2021. But the same was closed from 5 th April, 2021.

In continuation of point (a) SEBI has provided relaxation for below mentioned Regulations:-

1	Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Submission of audited Standalone Financial Results for the quarter and Financial Year ended 31 st March, 2021	SEBI has extended the time for submission of financial results for the quarter/ half year/ financial year ending 31 st March, 2021 vide its circular no. SEBI/HO/CFD /CMD1/P/CIR/2021/556, dated 29 th April, 2021. The Management informed that same will be filed within the due date.
2	Regulation 29 of the SEBI	Intimation to the	The Management informed that

(Listing Obligation and Disclosure Requirements) Regulation, 2015	Stock Exchanges of the Board Meeting to be held for approval of unaudited Standalone financial results of the Company for the quarter and financial year ended 31st March, 2021.	same will be filed within the due date.
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Note:

1. *The Company was under Corporate Insolvency Resolution Process vide Application No. I.A.(IB)No. 1052 of 2020 IN C.P(IB)No.1129/KB/2019. The Corporate Insolvency Resolution Process against Aanchal Ispat Limited (Corporate debtor) has been withdrawn as the matter between the Operational Creditor and the suspended Board of Directors of the Corporate Debtor has been settled. 100% voting shares of the Committee of creditors has approved such withdrawal, as such the application I.A No. 1052 of 2020 in C.P (IB) No. 1129/KB/2019 is allowed and disposed of Order dated February 21, 2020 passed in C.P (IB) No. 1129/KB/2019 is recalled and C.P (IB) No. 1129/KB/2019 is dismissed as withdrawn. The order was passed on 12th October, 2020.*
 2. *Mr. A S Nageswar Rao, CFO of the Company resigned w.e.f 31st December, 2019. As per the provisions of Companies Act, 2013, the CFO needs to be appointed within six months from the date of such vacancy. The Management informed that they are in search of a person who has good financial expertise and is eligible for such designation.*
 3. *Ms. Minu Agarwal resigned from the post of Company Secretary w.e.f 29.10.2020. As per the provisions of Companies Act, 2013, the Company Secretary needs to be appointed within six months from the date of such vacancy. The Company has appointed Ms. Puja Kaul as the Company Secretary w.e.f 13th day of May, 2021. The Management informed that as they were in process of finding a suitable candidate commensurate to the size of the company and serve the organisation diligently. However, the appointment was made beyond the period of 6 (Six) months from the date of the resignation of the earlier company secretary.*
- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:



S No	Action taken by	Details of Violation	Details of 1 action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practising Company Secretary
1	BSE Ltd	Delay in Submission of Unaudited Standalone Financial Results for the quarter ended 30 th June, 2020.	Stock Exchange levied monetary fine of Rs. 1,82,900/- for non-compliance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	The listed company has not paid the late fee imposed by Stock Exchange till date.
2	BSE Ltd	Delay in Submission of Unaudited Standalone Financial Results for the quarter and half year ended 30 th September, 2020.	Stock Exchange levied monetary fine of Rs. 1,65,200/- for non-compliance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	The listed company has not paid the late fee imposed by Stock Exchange till date.
3	BSE Ltd	Delay in submission of Shareholding Pattern for the quarter ended 30 th September, 2020.	Stock Exchange levied monetary fine of Rs. 1,29,800/- for non-compliance with Regulation 31 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	The listed company has not paid the late fee imposed by Stock Exchange till date.
4	BSE Ltd	Delay in Submission of annual report sent to the shareholders along with the notice of the annual general meeting FY 2019-20.	Stock Exchange levied monetary fine of Rs. 9,440/- for non-compliance with Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	The listed company has paid the late fee imposed by Stock Exchange on 27 th January, 2021.
5	BSE Ltd	Delay in Submission of Related Party Transaction of the Company on consolidated basis, in accordance with the applicable accounting standards for the half year ended 30 th September, 2020	Stock Exchange levied monetary fine of Rs. 29,500/- for non-compliance with Regulation 23(9) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	The listed company has not paid the late fee imposed by Stock Exchange till date.



Note:

The Listed Company in its mail dated 10th day of February, 2021 has requested the Bombay Stock Exchange ("BSE Limited") to waive off the penalties imposed due to non-compliance under various Regulations under SEBI (LODR) Regulations, 2015.

d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observation of the Practising Company Secretary in the previous reports	Observations made in the Secretarial compliance Report for the year ended 31 st March, 2020	Action taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
NIL				

Due to outbreak of second wave of COVID-19 pandemic, we conducted the secretarial audit by examining the Secretarial Records as provided by the Company through electronic mode and the same could not be verified from the original records. The management has confirmed that the records submitted to us are the true and correct. This Report is limited to the Statutory Compliances on laws / regulations / guidelines listed in our report.

**For Manisha Saraf & Associates
Practising Company Secretary**

**Manisha Saraf
(Proprietor)
Membership No: F7607
Certificate of Practice No: 8207
FRN: S2019WB666200
UDIN: F007607C000502607**



**Date: 23.06.2021
Place: Kolkata**